

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. Nos. 13, 460, 575, 604 & 680

**CERTIFICATION OF COUNSEL REGARDING AGREED ORDER PURSUANT TO
SECTIONS 363 AND 365 OF THE BANKRUPTCY CODE AUTHORIZING THE
DEBTORS-IN-POSSESSION TO ASSUME, ASSIGN AND SELL ITS SEMORAN
BLVD., ORLANDO, FLORIDA REAL PROPERTY LEASE**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certifies as follows:

1. On September 9, 2024 (the “**Petition Date**”), the Debtors each filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532, and related pleadings with the United States Bankruptcy Court for the District of Delaware.

2. On the Petition Date, the Debtors filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Establishing Procedures To Sell Certain Leases, (II) Approving the Sale of Certain Leases, and (III) Granting Related Relief* (the “**Motion**”)² (D.I. 13).

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms not defined herein have the meaning ascribed to them in the Motion.

3. Following a hearing to consider the motion on an interim basis, the Court entered the *Interim Order (I) Establishing Procedures To Sell Certain Leases, (II) Approving the Sale of Certain Leases and (III) Granting Related Relief* (D.I. 137).

4. On October 9, 2024, the Court entered the *Second Interim Order (I) Establishing Procedures To Sell Certain Leases, (II) Approving the Sale of Certain Leases and (III) Granting Related Relief* (D.I. 460).

5. On October 21, 2024, the Debtors filed the *Second Notice of Successful Bidders with Respect To the Auction of Certain of the Debtors' Lease Assets and Assumption and Assignment of Certain Unexpired Leases* (D.I. 575) (the “**Notice of Successful Bidder**”). The Notice of Successful Bidder named Brook Valley Thrift Stores as the successful bidder for the lease of store #5444, located at 1901 S. Semoran Blvd., Orlando, FL (the “**Lease Sale**”).

6. On October 25, 2024, Shadrall Orlando, LP (the “**Landlord**”) filed the *Objection To Proposed Sale of Lease #5444, 1801 S. Semoran Blvd, Orlando, Florida* (D.I. 604) (the “**Objection**”) in opposition to the Lease Sale.

7. Counsel to the Debtors, the Landlord, and Brook Valley Thrift Stores have agreed on a form of order to resolve the Objection (the “**Agreed Order**”). The Agreed Order is attached hereto as **Exhibit 1**.

8. Counsel for the Landlord and Brook Valley Thrift Stores have reviewed the Revised Proposed Order and do not object to its entry.

WHEREFORE, the Debtors respectfully request entry of the revised Agreed Order attached hereto as **Exhibit 1**.

Dated: November 6, 2024
Wilmington, Delaware

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